

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF WISCONSIN**

---

**JOEL WITTEMANN, RANDY UDELL,  
CAROL COUILLARD, MICHAEL  
LOOMIS, and TERRENCE O'NEIL,**  
individually and on behalf of the Class, and  
others similarly situated,

Court File No. 09-cv-440-slc

Plaintiffs,

v.

**WISCONSIN BELL, INC.,**

Defendant.

---

**ORDER GRANTING JOINT MOTION FOR  
FINAL APPROVAL OF CLASS ACTION SETTLEMENT**

The parties to this action, having entered into a Joint Stipulation of Settlement dated November 18, 2010, and having applied to this Court for preliminary and final approval of the settlement and the terms thereof; this Court having granted preliminary approval of the settlement on January 14, 2011, and having directed notice of the settlement, its terms, and the applicable procedures and schedules to be provided to Settlement Class Members and Named and Opt-In Plaintiffs; this Court having held a final Fairness Hearing on March 11, 2011 to determine whether the Settlement Agreement should be granted final approval pursuant to Rule 23(e) of the Federal Rules of Civil Procedure, as "fair, adequate and reasonable;" and all class and collective action members having been given an opportunity to comment on the settlement;

NOW, THEREFORE, IT IS HEREBY ORDERED, upon consideration of the Joint Stipulation of Settlement, the parties' joint motion for final approval and memorandum of law in support, declarations, exhibits, and oral arguments in support thereof, and the proceedings in this

action to date, as follows:

1. Except as otherwise specified herein, the Court for purposes of this Order adopts all defined terms as set forth in the Joint Stipulation of Settlement.

2. This Court has jurisdiction over the subject matter of this litigation and all matters relating thereto, and over the Plaintiffs and the Defendant.

3. This Court confirms as final all portions of its January 14, 2011 Preliminary Approval Order.

4. The Notice of Settlement given to the Settlement Class and Plaintiffs, pursuant to this Court's orders, constituted the best notice practicable under the circumstances, was accomplished in all material respects, and fully met the requirements of Rule 23(e) of the Federal Rules of Civil Procedure and due process.

5. Pursuant to Rule 23(e) of the Federal Rules of Civil Procedure, this Court grants final approval of the Joint Stipulation of Settlement and the settlement terms set forth therein. The Court finds that the settlement is fair, reasonable, and adequate in all respects. The Court further finds that the settlement is rationally related to the strength of Plaintiffs' claims given the Defendant's offer, the complexity, length, and expense of further litigation. The Court also finds that the settlement is the result of arm's-length negotiations between experienced counsel representing the interests of the Plaintiffs and Defendant, after thorough factual and legal investigation, with no evidence of collusion.

6. The Court further finds that the response of the Class to the settlement supports settlement approval. Of the 49 Settlement Class Members, 36 have submitted valid, timely claim forms. Of the 63 Named and Opt-In Plaintiffs, 63 submitted valid and timely claim forms. No Plaintiff or Settlement Class Member objected to the Settlement.

7. The Court finds that the settlement is binding on all Class Members who did not timely opt out pursuant to the procedures set forth in this Court's January 14, 2011 Order, the settlement agreement, and the Notice.

8. The Court approves a "Total Settlement Payment" in the amount of \$1,275,622.36. The Court further approves payments in the total amounts of \$551,556.33 for the 63 Plaintiffs and \$204,249.35 for the Rule 23 Class Members.

9. The Court finds that the proposed plan of allocating settlement proceeds is rationally related to the relative strengths of the respective claims asserted. The mechanisms and procedures set forth in the Settlement by which payments are to be calculated and made to the participating Settlement Class Members and Plaintiffs are fair, reasonable, and adequate, and payment shall be made according to those allocations and pursuant to the procedure set forth in the Settlement.

10. The Court finds that the proposed incentive awards of \$10,000 for each Named Plaintiff are reasonable and appropriate. The Court further finds that the Named Plaintiffs, three of whom are current employees of Defendant, took significant steps to protect the interests of the class, that the class reaped substantial benefits from their actions, and that the amount of time and effort the Named Plaintiffs expended in pursuing the litigation was extensive.

11. The Court approves payments from the Total Settlement Payment of \$12,530.00 to the Settlement Administrator, Analytics, Incorporated, and finds this amount to be fair and reasonable.

12. The Court approves Class Counsel's petition for costs and attorney's fees, and finds that an award of attorney's fees in the amount of \$425,207.45, which represents 33 1/3% of the Total Settlement Award, and costs in the amount of \$22,079.23 is appropriate based on

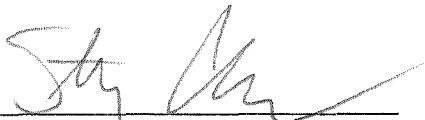
Fed. R. Civ. P. 23 and applicable precedent from the United States Supreme Court and the Seventh Circuit Court of Appeals.

13. The Complaint filed in this action and all claims contained therein are dismissed in their entirety with prejudice as to all Plaintiffs and Class Members.

14. The parties entered into the Joint Stipulation of Settlement solely for the purpose of compromising and settling disputed claims. Defendant in no way admits any violation of law or any liability whatsoever to Plaintiffs and Settlement Class, individually or collectively, all such liability being expressly denied by Defendant.

15. The Court retains jurisdiction over this matter for purposes of resolving issues relating to administration, implementation, and enforcement of the Joint Stipulation of Settlement.

Entered this 11th day of March, 2011.

  
\_\_\_\_\_  
Honorable Stephen L. Crocker  
United States Magistrate Judge